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CERTIFICATE OF SERVICE

District/off: 0416-1
Case: 01-52415

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Page 1 of 1
Total Served: 5

Date Rcvd: Mar 15, 2001

The following entities were served by first class mail on Mar 16, 2001.

ALAN J. LIPKIN, ESQ./STEVEN WILAMOWSKY, ESQ., CAROLLYNN H.G. PEDREIRA, ESQ.,
WILLKIE, FARR & GALLAGHER, 787 SEVENTH AVENUE, NEW YORK, NY 10019-6099
JOEL I. SHER, ESQ., SHAPIRO, SHER & GUINOT, 36 S. CHARLES STREET, BALTIMORE, MD 21201
KAREN MOORE, ESQ., MARK NEAL, ESQ., OFFICE OF UNTIED STATES TRUSTEE,
300 WEST PRATT STREET, SUITE 350, BALTIMORE, MD 21201
+PAUL M. NUSSBAUM, ESQ., MARTIN T. FLETCHER, ESQ., WHITEFORD, TAYLOR & PRESTON, L.L.P.,
7 SAINT PAUL STREET, SUITE 1400, BALTIMORE, MD 21202-1654
U.S. BANKRUPTCY COURT, 101 W. LOMBARD ST., #802, BALTIMORE, MD 21201

The following entities were served by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

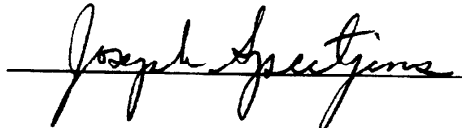
TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

Date: Mar 16, 2001

Signature: _____



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01-52415#06

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
(Baltimore Division)

In re:

FRANK'S NURSERY & CRAFTS, INC.,
et al.,

Debtors.

Case Nos. 01-52415-JS through
01-52416-JS
(Chapter 11)
(Jointly Administered)

**ORDER (I) GRANTING DEBTORS' MOTION FOR ORDER AUTHORIZING THE
DEBTORS TO ASSUME CERTAIN REAL PROPERTY SALE CONTRACTS WITH
RESPECT TO STORE NO. 178, AND (II) AUTHORIZING SALE OF STORE NO. 178
FREE AND CLEAR OF LIENS AND ENCUMBRANCES**

Upon consideration of the motion (the "Motion") of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), dated February 19, 2001 (the "Motion"), for an order, pursuant to sections 363 and 365 of title 11 of the United States Code (the "Bankruptcy Code"), as complemented by Rules 6004 and 6006 of the Federal Rules of Bankruptcy Procedure, authorizing the Debtors to assume certain prepetition real property sale contracts and consummate the transactions contemplated thereunder, as more fully set forth in the Motion; and notice of the Motion having been provided in the manner described in the Motion, and by way of the Debtors' Supplemental Notice of the Motion and Second Supplemental Notice of the Motion; and no other or further notice being necessary or required; and upon the findings by this Court that:

A. This Court has jurisdiction to hear and determine the Motion pursuant to 28 U.S.C. §§ 1787 and 1334;

B. Proper, timely, adequate and sufficient notice of the Motion has been provided and no other or further notice is required;

ENTERED
MAR 14 2001

CLERK'S OFFICE
U.S. BANKRUPTCY COURT
DISTRICT OF MARYLAND
BALTIMORE

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01-52415#06

ORDERED, that, pursuant to sections 105(a), 363(b) and 363(f) of the Bankruptcy Code, the Debtors are authorized and empowered to sell Store No. 178 to the Buyer in the manner described in the Motion free and clear of all liens, claims and interests, with such liens, claims and interests, if any, to attach to the net proceeds of such sales, subject to the rights and defenses of the Debtors with respect thereto; and it is further

ORDERED, that pursuant to Fed. R. Bankr. P. 6004(g) and 6006(d), the ten (10) day automatic stay of execution of this Order is modified to provide that the Debtors and other parties may immediately execute upon this Order and consummate the transactions to effectuate the sale of Store No. 178 to the Buyer as authorized by this Order; and it is further

ORDERED, that if the Debtors and the Buyer close the sale while an appeal of this Order is pending, such parties shall be entitled to rely upon the protections of 11 U.S.C. § 363(m) absent any stay pending appeal timely granted by a court of competent jurisdiction prior to such consummation

ORDERED, that if any person or entity that has filed financing statements or other documents or agreements evidencing liens against or interests in Store No. 178 shall not have delivered to the Debtors prior to the closing, in proper form for filing and executed by the appropriate parties, termination statements, instruments of satisfaction, releases of all liens or interests which the person or entity holds against or in Store No. 178, the Debtors hereby are authorized and empowered to execute and file such statements, instruments, releases and other documents on behalf of the person or entity with respect to Store No. 178; and it is further

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EXHIBIT A

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Annex II

DESCRIPTION OF REAL ESTATE

The land referred to in this Commitment is situated in the Township of Saginaw, County of Saginaw, State of Michigan, and is described as follows:

The South 600.00 feet of the North 660.00 feet of the West 264.00 feet of the East 1056.00 feet of the Fractional Northwest 1/4 of Section 2, Township 12 North, Range 4 East.

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MARYLAND
(Baltimore Division)**

Notice of Chapter 11 Bankruptcy Case, Meeting of Creditors, & Deadlines

A bankruptcy case concerning each of the debtor corporations listed below was commenced on February 19, 2001, with the filing of voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Frank's Nursery & Craft's Inc. has been assigned case number 01-5-2415-JS, and FNC Holdings, Inc. has been assigned case number 01-5-2416-JS. These bankruptcy cases are being jointly administered under Case No. 01-5-2415-JS.

You may be a creditor of one of the debtors. This notice lists important deadlines. You may want to consult an attorney to protect your rights. All documents filed in this case may be inspected at the bankruptcy clerk's office. Additional information may be found at: www.mdb.uscourts.gov, e-mail address: franks@mdb.uscourts.gov. General inquiries regarding these bankruptcy cases can be made to Franks Nursery & Crafts, Inc. at 248-712-5420.

Debtors: Frank's Nursery & Crafts, Inc.; Case No. 01-5-2415-JS; Tax I.D. No. 38-1561374
1175 West Long Lake Road, Troy, Michigan 48098
FNC Holdings, Inc.; Case No. 01-5-2416-JS; Tax I.D. No. 13-0762080
1175 West Long Lake Road, Troy, Michigan 48098

Debtors' Attorneys:

Whiteford, Taylor & Preston, L.L.P.
Seven Saint Paul Street
Baltimore, Maryland 21202-1626
Telephone: (410) 347-8700
Attention: Martin T. Fletcher, Esq.

Willkie Farr & Gallagher
787 Seventh Avenue
New York, New York 10019
Telephone: (212) 728-8000
Attention: Alan Lipkin, Esq.

MEETING OF CREDITORS

Date: April 4, 2001

Time: 10:00 a.m.

**Location: Room 375
Office of the U.S. Trustee
300 West Pratt Street
Baltimore, Maryland 21201**

DEADLINES AND WHERE TO FILE A PROOF OF CLAIM

The debtor is authorized to use Bankruptcy Services, LLC (BSI) as the claims agent for these cases. All proofs of Claim must be filed with BSI at the following address:

Bankruptcy Services, LLC (BSI)
70 East 55th Street, 6th Floor
New York, New York 10022
Telephone: (212) 376-8494
Attention: Octavia McCoy

Proofs of Claim must be received by BSI by the following deadlines set by the Court:
For all creditors(except a governmental unit): June 26, 2001 For a governmental unit: August 18, 2001

CREDITORS MAY NOT TAKE CERTAIN ACTIONS:

The filing of the bankruptcy case automatically stays certain collection and other actions against the debtor and the debtor's property. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized.

Copy Service:

Document Technologies, Inc.
101 W. Lombard Street
Baltimore, MD 21201
Phone: 410-837-0409
FAX: 410-837-0357

For the Court:

Richard C. Donovan

**Clerk of the United States Bankruptcy Court
for the District of Maryland**
Date: March 14, 2001

Address of the Bankruptcy Clerk's Office:

101 W. Lombard Street, Suite 8308
Baltimore, MD 21201
Phone: 410-962-2688
Web Site: www.mdb.uscourts.gov
Hours open: Monday-Friday 8 am to 4 pm